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PUBLIC SERVICE
COMMISSION

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of)
A Certification of the Carriers Receiving) Administrative Case No. 381
Universal Service High Cost Support)

PETITION FOR CONFIDENTIAL TREATMENT

T-Mobile Central LLC and PowerTel/Memphis, Inc. (collectively, “T-Mobile” or the “Company”) by counsel, for its Petition for Confidential Treatment filed pursuant to 807 KAR 5:001, Section 7 and KRS 61.878(1), state as follows:

BACKGROUND

By this Petition, T-Mobile requests that the Public Service Commission (“Commission”) grant confidential protection to Exhibits B, D, and E of T-Mobile’s Annual High Cost Universal Service Certification. This certification is being filed pursuant to the *T-Mobile ETC Order*¹ and *High Cost Certification Order*², as a means for the Commission to monitor the use of high cost funding by various eligible telecommunications carriers.³ Confidential Exhibit B is an estimate for T-Mobile’s capital and operating expenditures for 2012 in its Kentucky ETC service area. As demonstrated in this Exhibit, T-Mobile will undertake several network improvements to use universal service support to improve signal quality, coverage, and capacity within its designated ETC service area. In particular, T-Mobile has initiated several projects aimed

¹ In the Matter of Petition of T-Mobile Central LLC and PowerTel/Memphis, Inc. for Designation as Eligible Telecommunications Carriers Pursuant to Section 214(e)(2) of the Communications Act of 1934, *Order*, Case No. 2010-00050 (entered July 14, 2010) (*T-Mobile ETC Order*).

² In the Matter of A Certification of the Carriers Receiving Universal Service High Cost Support, *Order*, Administrative Case No. 381 (entered September 24, 2008) (*High Cost Certification Order*).

³ *Id.* at 1 (federal regulations require states to ensure that carriers use the federal high-cost support for the provision, maintenance and upgrading of facilities for which the support is intended).

at increasing its coverage in rural areas of Kentucky and improving customer experience through signal quality, capacity, and other network enhancements. Confidential Exhibit D is T-Mobile's complaints per 1,000 handsets report for 2010. Confidential Exhibit E reports on whether there were unfulfilled requests for service in 2010.

GROUND FOR PETITION

The Kentucky Open Records Act exempts from disclosure certain commercial information, including records generally recognized as confidential or proprietary, which if openly disclosed would permit an unfair commercial advantage to competitors of the entity that disclosed the records. KRS 61.878(1)(c). CMRS is perhaps the most competitive segment of the modern telecommunications business. Potential customers often have five or more carriers to choose from. This reality is acknowledged by Kentucky law, which states the provision of CMRS in Kentucky is market-based and not subject to regulation. KRS 278.54611(1). As the market is, without question, highly competitive, T-Mobile's disclosures related to network construction and planned improvements are highly confidential trade secret information subject to protection under the Kentucky Open Records Act.

The Commission has taken the position that the statute and the regulation require the party requesting confidentiality to demonstrate actual competition and the likelihood of competitive injury if the information is disclosed. That requirement is easily met here. T-Mobile competes not only against other Commercial Mobile Radio Service ("CMRS") providers like AT&T Wireless, Verizon Wireless, Cricket Communications and Sprint Nextel, but also with voice and unregulated broadband offerings of cable providers and wireline providers like BellSouth Telecommunications and Windstream. Consumers choose providers based on a variety of factors, including their subjective impression

about the service quality and network reliability of particular carriers. Thus, public disclosure of proprietary information could easily cause competitive injury to T-Mobile, particularly if the information were to be used selectively by a competitor. Moreover, the Commission has long recognized the highly competitive nature of CMRS as a reason to provide confidential treatment to information submitted to the Commission by CMRS providers. *See, e.g., In the Matter of: ACC of Kentucky LLC's Petition for Confidential Protection*, Case No. 99-184, (January 24, 2000) (confidential treatment for intrastate gross revenue reports). Obviously, the confidential and proprietary business information for which confidential protection is sought in this case is precisely the sort of information meant to be protected by KRS 61.878(1)(c)1.

In *Hoy v. Kentucky Industrial Revitalization Authority*, 907 S.W.2d 766 (Ky. 1995), the Kentucky Supreme Court held that financial information submitted by General Electric Company with its application for investment tax credits was not subject to disclosure simply because it had been filed with a state agency. The Court applied the plain meaning rule to the statute, reasoning that “[i]t does not take a degree in finance to recognize that such information concerning the inner workings of a corporation is ‘generally recognized as confidential proprietary.’” *Id.* at 768.

The same analysis applies here. T-Mobile is disclosing information concerning the number of cell sites on T-Mobile’s Kentucky network, as well as information about T-Mobile’s construction work and capital expenditures during 2011 and 2012. Exhibit B also discloses T-Mobile’s anticipated expenditures to operate and maintain its Kentucky network in 2011. Exhibits D and E report on customer complaints, if any, and unfulfilled service requests, if any. All of this information is capable of misinterpretation and

deliberate misuse. A competitor of T-Mobile, whether an incumbent local carrier, a CLEC, or another wireless carrier, could use this information to disparage T-Mobile or attempt to paint T-Mobile's operations in a false light. This could include carriers that may or may not be disclosing information comparable to what T-Mobile is providing to the Commission.

CONCLUSION

T-Mobile is entitled to confidential protection for the information at issue and requests that the Commission confirm that Exhibits B, D, and E to this compliance filing will not be disclosed. If the Commission disagrees, however, it must hold an evidentiary hearing (a) to protect the due process rights of T-Mobile and (b) to supply the Commission with a complete record to enable it to reach a decision with regard to this matter. *Utility Regulatory Commission v. Kentucky Water Service Company, Inc.*, 642 S.W.2d 591, 592-94 (Ky. Ct. App. 1982).

Respectfully submitted,



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Counsel to T-Mobile

September 1, 2011

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PUBLIC SERVICE
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COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of)
A Certification of the Carriers Receiving) Administrative Case No. 381
Universal Service High Cost Support)

T-MOBILE ANNUAL HIGH COST UNIVERSAL SERVICE CERTIFICATION

T-Mobile Central LLC and PowerTel/Memphis, Inc. (collectively, “T-Mobile” or the “Company”) hereby submits its Annual High Cost Universal Service Certification, pursuant to the *T-Mobile ETC Order*¹ and *High Cost Certification Order*.²

I. BACKGROUND

On July 14, 2010, the Commission designated T-Mobile as an eligible telecommunications carrier (“ETC”) in certain non-rural and rural telephone company areas for purposes of receiving federal universal service support. In this filing, T-Mobile addresses each of the annual reporting requirements adopted by the Commission in the *High Cost Certification Order*, the *T-Mobile ETC Order*, and in the related certification requirements of the Federal Communications Commission (“FCC”), and incorporates the identified attachments, some of which contain confidential and proprietary information and which will be filed under seal.

Subsequent to T-Mobile’s designation, on August 6, 2010, T-Mobile filed a Motion For Clarification And to Amend Order *Nunc Pro Tunc* (“*Amendment Motion*”),

¹ In the Matter of Petition of T-Mobile Central LLC and PowerTel/Memphis, Inc. for Designation as Eligible Telecommunications Carriers Pursuant to Section 214(e)(2) of the Communications Act of 1934, *Order*, Case No. 2010-00050 (entered July 14, 2010) (*T-Mobile ETC Order*).

² In the Matter of A Certification of the Carriers Receiving Universal Service High Cost Support, *Order*, Administrative Case No. 381 (entered September 24, 2008) (*High Cost Certification Order*).

which is currently pending, to clarify that T-Mobile never intended to redefine certain rural telephone study areas and that it should be designated as an ETC for the non-rural telephone company wire centers and rural telephone company study areas listed in Exhibit A to T-Mobile's application. In its *Amendment Motion*, T-Mobile also requested that the Commission amend the *T-Mobile ETC Order*, correcting certain ministerial errors that it had identified; specifically, some of the Common Language Location Identifier codes were listed incorrectly in the order.

Concurrent with its *Amendment Motion*, T-Mobile filed an Amended Exhibit A correcting the issues set forth and on August 24, 2010, the Commission granted the *Amendment Motion* and replaced the original service area Appendix with the Amended Exhibit A that T-Mobile had filed.³ The *T-Mobile Amendment Order* includes the list of the rural local exchange carrier study areas and the non-rural local exchange carrier wire centers that comprise T-Mobile's designated service area in Kentucky and is incorporated herein as Exhibit A. The Universal Service Administrative Company ("USAC") has assigned Study Area Code number 269024 to T-Mobile to represent its designated service area in Kentucky.

II. ANNUAL CERTIFICATION AND REPORTS

a. Federal High Cost Universal Service Support

The *High Cost Certification Order* requires ETCs to submit a projection of federal high cost universal service support to be received in following calendar year. As the Commission is aware, on May 1, 2008, the FCC adopted an order capping the federal

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high cost universal service fund for competitive ETCs ("CETCs").⁴ Pursuant to the *CETC Cap Order*, high cost universal service support to CETCs is capped for each state based on the annualized support received by CETCs in March 2008. Thus, a CETC's high cost support is subject to change as incumbent local exchange carrier ("ILEC") costs and CETC line counts fluctuate (among other possible factors).

Under the state-based interim cap, USAC calculates support using a two-step approach. First, the support that each of the state's CETCs would have received absent the cap under the identical support rule is calculated and the sum for all support is determined. Second, if the sum of uncapped support is greater than the capped support for the state, a state reduction factor is calculated by dividing the state cap support amount by the total state uncapped amount. The resultant state reduction factor is then applied to the uncapped support amount for each CETC in the state, proportionately reducing each CETC's support.

T-Mobile received \$692,599 in federal high cost universal service support for its Kentucky study area in the calendar year 2010. T-Mobile currently estimates that it will receive approximately \$1.7 million in federal high cost universal service support in Kentucky in 2011 and approximately \$1.5 million in federal high cost universal service support in Kentucky in 2012. These estimates are based on current information and may vary as federal universal service funding levels, ILEC costs and subscribership change over time.

⁴ *High-Cost Universal Service Support*, WC Docket No. 05-337; *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, *Order* released May 1, 2008 (FCC 08-122) ("*CETC Cap Order*").

b. Capital and Operating Expenditures in ETC Service Area

Attached as Confidential Exhibit B is an estimate for T-Mobile's capital and operating expenditures for 2012 in its Kentucky ETC service area. As demonstrated in Exhibit B, T-Mobile's annual expenditures will greatly exceed T-Mobile's projected annual universal service support receipts. T-Mobile will undertake several network improvements to use universal service support to improve signal quality, coverage, and capacity within its designated ETC service area. In particular, T-Mobile has initiated several projects aimed at increasing its coverage in rural areas of Kentucky and improving customer experience through signal quality, capacity, and other network enhancements.

c. Certification On Use of High Cost Universal Service Support

T-Mobile hereby certifies that all federal high cost universal service support received will be used only for the provision, maintenance, and upgrading of facilities and service for which support is intended, pursuant to 47 C.F.R. §§ 54.313 and 54.314. Attached as Exhibit C are T-Mobile's high cost certifications relative to its designations in both rural and non-rural ILEC service areas.

III. ADDITIONAL T-MOBILE REQUIREMENTS

In the *T-Mobile ETC Order*, the Commission required T-Mobile to annually provide it with additional records and documentation of its (a) progress toward meeting its build-out plans; (b) number of complaints per 1,000 handsets; and (c) unfulfilled requests for service.

a. 2010 Progress Report

As demonstrated in Exhibit B, T-Mobile's 2010 expenditures greatly exceeded T-Mobile's federal high cost universal service support receipts. T-Mobile undertook several projects using the federal high cost universal service support it received to improve signal quality, coverage, and capacity within its designated ETC service area. In particular, T-Mobile completed several projects that increased its coverage in rural areas of Kentucky thereby improving customer experience through signal quality, capacity, and other network enhancements.

b. Complaints per 1,000 handsets

T-Mobile was designated as an ETC on July 14, 2010 and includes as Confidential Attachment D, its complaints per 1,000 handsets report for 2010. In accordance with the *T-Mobile ETC Order*, T-Mobile will take the necessary steps to resolve any customer complaints in 2011 and beyond.

c. Unfulfilled Requests for Service

T-Mobile was designated as an ETC on July 14, 2010 and includes as Confidential Attachment E, its unfulfilled requests for 2010. In accordance with the *T-Mobile ETC Order*, T-Mobile will take the necessary steps to resolve and track any requests for service (as necessary) in 2011 and beyond.

IV. Network Functionality in Emergency Situations

T-Mobile also follows appropriate procedures for network outage reporting consistent with the FCC rules. T-Mobile evaluates each network outage on a case-by-case basis to determine the cause of the outage, the impact on customers, T-Mobile's

ability to meet its service provisioning obligations, including the availability of 911 services, and the steps that can be taken to prevent future outages.

To ensure functionality in emergency situations, T-Mobile “has a reasonable amount of back-up power to ensure functionality without an external power source, is able to reroute traffic around damaged facilities, and is capable of managing traffic spikes resulting from emergency situations.”⁵ In particular, T-Mobile has the following capabilities to remain functional in emergency situations:

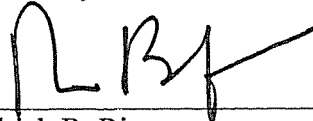
- Availability of fixed and portable back-up power generators at various network locations throughout T-Mobile’s network that can be deployed in emergency situations.
- Ability to reroute traffic around damaged or out-of-service facilities through the deployment of cell-on-wheels (“COWs”), redundant facilities, and dynamic rerouting of traffic over alternate facilities.
- A network control center that monitors network traffic and anticipates traffic spikes, and can then (i) deploy network facilities to accommodate capacity needs; (ii) change call routing translations; and (iii) deploy COWs to temporarily meet traffic needs until longer-solutions, such as additional capacity and antenna towers can be deployed.
- The majority of sites not equipped with fixed generators have battery back up systems installed to maintain service in the event of a widespread power outage.

⁵ 47 C.F.R. § 54.202(a)(2).

V. CONCLUSION

T-Mobile hereby submits its Annual High Cost Universal Service Certification for its Kentucky ETC designation pursuant to the *T-Mobile ETC Order* and *High Cost Certification Order*, and respectfully requests the Commission to certify to USAC and the FCC that T-Mobile continues to be eligible for federal universal service support.

Respectfully Submitted,



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Counsel to T-Mobile

September 1, 2011

Non-Rural High-Cost Support

August 30, 2011

2012

To: Office of the Secretary
Federal Communications Commission
445 – 12th Street, SW
Washington, DC 20554

HIGH-COST SUPPORT

Karen Majcher
Vice President – High Cost and Low Income Division
Universal Service Administrative Company
2000 L Street, NW, Suite 200
Washington, DC 20036

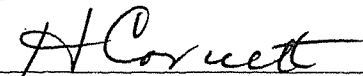
Re: CC Docket No. 96-45
Non-Rural Use High-Cost Support
Annual Certification Filing Pursuant to 47 C.F.R. § 54.313

This is to certify that T-Mobile Central LLC and PowerTel/Memphis, Inc. (“T-Mobile”) will use its **NON-RURAL HIGH-COST SUPPORT** only for the provision, maintenance and upgrading of facilities and services for which the support is intended, consistent with Section 254(e) of the Communications Act, 47 U.S.C. § 254(e).

I am authorized to make this certification on behalf of the company name above. This certification is for the study area(s) listed below.

Company Name	State	Study Area Code
T-Mobile Central LLC and PowerTel/Memphis, Inc.	Kentucky	269024

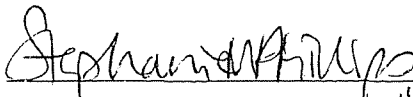
Signed,



H. Skip Cornett
Vice President, Tax
T-Mobile USA, Inc.
12920 SE 38th Street
Bellevue, WA 98006
425-383-4000 (tel)

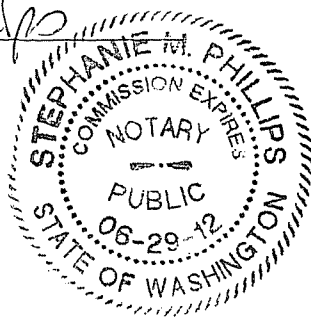
Carrier's Name: T-Mobile Central LLC
PowerTel/Memphis, Inc.

Subscribed and sworn to before me
this 30th day of August 2011.



Notary Public

Notary Public



<p>Date Received (For official use only)</p>

EXHIBIT A

T-MOBILE CENTRAL LLC AND POWERTEL/MEMPHIS, INC.

KENTUCKY ETC SERVICE AREA

APPENDIX

APPENDIX TO AN ORDER OF THE KENTUCKY PUBLIC SERVICE
COMMISSION IN CASE NO. 2010-00050 DATED **AUG 24 2010**

RURAL TELEPHONE COMPANIES SERVED IN THEIR ENTIRETY

<u>RURAL TELEPHONE COMPANY</u>	<u>STUDY AREA CODE</u>
Ballard Rural Telephone Cooperative Corporation, Inc.	260396
Brandenburg Telephone Company	260398
Duo County Telephone Cooperative Corporation, Inc.	260401
Logan Telephone Cooperative	260413
North Central Telephone Cooperative	290573
South Central Rural Telephone Cooperative Corporation, Inc.	260418
Windstream Kentucky West, LLC	260402
West Kentucky Rural Telephone	260421

RURAL TELEPHONE COMPANIES SERVED IN THEIR ENTIRETY

Wire Center and Associated Exchange List¹

Rural Telephone Company	Study Area Code	Wire Center (CLLI Code)	Exchange
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	BNDNKYXA	BANDANA
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	BRLWKYXA	BARLOW
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	GAGEKYXA	GAGE
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	HETHKYXA	HEATH
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	KEVLKYXA	KEVIL
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	LACTKYXA	LA CENTER
BALLARD RURAL TELEPHONE COOP. CORP., INC.	260396	WCKLKYXA	WICKLIFFE
BRANDENBURG TELEPHONE CO.	260398	BRBGKYXA	BRANDENBURG
BRANDENBURG TELEPHONE CO.	260398	BTTWKYXA	BATTLETOWN
BRANDENBURG TELEPHONE CO.	260398	CSTRKYXA	CUSTER
BRANDENBURG TELEPHONE CO.	260398	IVTNKYXA	IRVINGTON
BRANDENBURG TELEPHONE CO.	260398	NGRTKYXA	NORTH GARRETT
BRANDENBURG TELEPHONE CO.	260398	PYVLKYXA	PAYNEVILLE
BRANDENBURG TELEPHONE CO.	260398	RDCLKYXA	RADCLIFF
BRANDENBURG TELEPHONE CO.	260398	VNGVKYXA	VINE GROVE
DUO COUNTY TELEPHONE COOPERATIVE, INC.	260401	BSVLKYXR	BURKESVILLE1
DUO COUNTY TELEPHONE COOPERATIVE, INC.	260401	FRPLKYXA	FAIRPLAY
DUO COUNTY TELEPHONE COOPERATIVE, INC.	260401	JMTWKYXA	JAMESTOWN
DUO COUNTY TELEPHONE COOPERATIVE, INC.	260401	RSSPKYXA	RUSSELLSPG
LOGAN TELEPHONE COOPERATIVE, INC.	260413	AIVLKYXE	ADAIRVILLE
LOGAN TELEPHONE COOPERATIVE, INC.	260413	AUBNKYXA	AUBURN

¹ Exchanges are shown on this revised exhibit to fully illustrate the correlation between exchanges and wire centers.

LOGAN TELEPHONE COOPERATIVE, INC.	260413	DNMRKYXA	DUNMOR
LOGAN TELEPHONE COOPERATIVE, INC.	260413	LGPTKYXA	LOGANSPORT
LOGAN TELEPHONE COOPERATIVE, INC.	260413	LWBGKYXL	LEWISBRG
LOGAN TELEPHONE COOPERATIVE, INC.	260413	ROCHKYXA	ROCHESTER
NORTH CENTRAL TELEPHONE COOPERATIVE, INC. - KY	290573	SCVLKYXR	SCOTTSVILLE2
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	BFLOKYXA	BUFFALO
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	CNMRKYXA	CANMER
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	CNTRKYXA	CENTER
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	CVCYKYXA	CAVE CITY
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	EDTNKYXA	EDMONTON
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	FNRNKYXA	FOUNTANRUN
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	GLSGKYXR	GLASGOW2
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	GMLLKYXA	GAMALIEL
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	HRCVKYXA	BONNIEVL
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	HRCVKYXA	HORSE CAVE
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	HSVLYKYXA	HISEVILLE
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	LUCSKYXA	LUCAS
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	MFVLKYXA	MUNFORDVL
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	MGNLKYXA	MAGNOLIA
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	SMSHKYXA	SUMMERSHAD
SOUTH CENTRAL RURAL TELEPHONE COOP. CORP, INC.	260418	TMHLKYXA	TEMPLEHILL
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	CNHMKYXA	CUNNINGHAM
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	FLDLKY01	FOLSOMDALE

WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	FNFMKYXA	FANCY FARM
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	FRNGKYXA	FAIRDEALING
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	FRTNKYXA	FARMINGTON
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	HAZLKYXA	HAZEL
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	HAZLKYXA	SOUTHHAZEL
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	HRDNKYXA	HARDIN
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	KRKSKYXA	KIRKSEY
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	LOWSKYXA	LOWES
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	LYGVKYXA	LYNN GROVE
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	LYVLKYXA	LYNNVILLE
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	NWCNKYXA	NEW CONCORD
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	SDLIKYXA	SEDALIA
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	WINGKYXA	WINGO
WEST KENTUCKY RURAL TELEPHONE COOP. CORP., INC.	260421	WPLNKYXA	WEST PLAINS
WINDSTREAM KENTUCKY WEST, INC.	260402	MTWSKYXA	MT WASHINGTON
WINDSTREAM KENTUCKY WEST, INC.	260402	SHPVKYXA	SHEPERDSVILLE
WINDSTREAM KENTUCKY WEST, INC.	260402	ZNTNKYXA	ZONETON

NON-RURAL TELEPHONE COMPANY WIRE CENTERS SERVED IN THEIR ENTIRETY

Non-Rural Telephone Company	Study Area Code	Wire Center (CLLI Code)	Exchange
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	ALBYKYXA	ALBANY
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	ASLDKYXA	ASHLAND
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	BEREKYXA	BEREA
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	BRSDKYXA	BURNSIDE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	BRVLKYXA	BRADFORDSVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	BSVLKYXA	BURKESVILLE2
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	BTVLKYXA	BRYANTSVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	CECLKYXA	CECILIA
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	CLMAKYXA	COLUMBIA
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	CMVLKYXA	CAMPBELLSVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	CTBGKYXA	CATLETTSBURG
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	EWNGKYXA	EWING
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	EZTWKYXA	ELIZABETHTOWN
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	FMBGKYXA	FLEMINGSBURG
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	FMBGKYXA	WASHINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	GLSGKYXA	GLASGOW1
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	GNBGKYXB	GREENSBURG
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	GNUPKYXA	GREENUP
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	GRSNKYXA	GARRISON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	GYSNKYXA	GRAYSON

WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	HGVLKYXA	HODGENVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	HLBOKYXA	HILLSBORO
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	HTVLKYXE	HUSTONVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	HZRDKYXA	HAZARD
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	HZRDKYXA	LEATHERWOOD
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LBNNKYXA	LEBANON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LBRTKYXA	LIBERTY
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LNCSKYXA	LANCASTER
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LRTTKYXA	LORETTO
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LTFDKYXA	LEITCHFIELD
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYUK	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXA	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXB	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXC	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXD	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXE	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXF	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	LXTNKYXG	LEXINGTON
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	MDWYKYXA	MIDWAY
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	MEDSKYXA	MEADS
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	MNTIKYXA	MONTICELLO
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	MRHDKYXA	MOREHEAD
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	NANCKYXA	NANCY

WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	NCVLKYXA	NICHOLASVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	OLHLKYXA	OLIVE HILL
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	OWVLKYXA	OWINGSVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	PNLCKYXE	PAINT LICK
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	RSSLKYXB	RUSSELL
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SCVLKYXA	SCOTTSVILLE1
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SHBGKYXA	SHARPSBURG
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SHDNKYXA	SOUTH HARDIN
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SLLCKYXA	SALT LICK
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SMRTKYXA	SOMERSET
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	SSHRKYXA	SOUTH SHORE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	TLBOKYXA	TOLLESBORO
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	TMVLKYXA	TOMPKINSVILLE
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	VICCKYXA	VICCO
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	VNBGKYXA	VANCEBURG
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	VRSLKYXA	VERSAILLES
WINDSTREAM KENTUCKY EAST, INC. - LEXINGTON	269690	WLMRKYXA	WILMORE
CINCINNATI BELL, INC.	265061	ALXNKYAL	ALEXANDRIA1
CINCINNATI BELL, INC.	265061	ALXNKYAL	ALEXANDRIA2
CINCINNATI BELL, INC.	265061	BTLRKYBR	BUTLER
CINCINNATI BELL, INC.	265061	BURLKYBN	BOONE1
CINCINNATI BELL, INC.	265061	BURLKYBN	BOONE2
CINCINNATI BELL, INC.	265061	CRTDKYCT	WILLIAMSTOWN
CINCINNATI BELL, INC.	265061	CVTNKYCN	COVINGTON
CINCINNATI BELL, INC.	265061	FLRNKYFL	BOONE1
CINCINNATI BELL, INC.	265061	FLRNKYFL	BOONE2
CINCINNATI BELL, INC.	265061	FLRNKYFL	COVINGTON

CINCINNATI BELL, INC.	265061	FTTHKYFT	COVINGTON
CINCINNATI BELL, INC.	265061	GLCOKYGC	GLENCOE
CINCINNATI BELL, INC.	265061	INDPKYIN	INDEPENDENCE1
CINCINNATI BELL, INC.	265061	INDPKYIN	INDEPENDENCE2
CINCINNATI BELL, INC.	265061	LKPKKYL	COVINGTON
CINCINNATI BELL, INC.	265061	WLTNKYWL	WALTON1
CINCINNATI BELL, INC.	265061	WLTNKYWL	WALTON2
CINCINNATI BELL, INC.	265061	WLTWKYWT	WILLIAMSTOWN
CINCINNATI BELL, INC.	265061	WRSWKYWR	WARSAW
BELLSOUTH-KY	265182	BDFRKYMA	BEDFORD
BELLSOUTH-KY	265182	BGDDKYMA	BAGDAD
BELLSOUTH-KY	265182	BLFDKYMA	BLOOMFIELD
BELLSOUTH-KY	265182	BNTNKYMA	BENTON
BELLSOUTH-KY	265182	BRGNKYMA	BURGIN
BELLSOUTH-KY	265182	BRMNKYMA	BREMEN
BELLSOUTH-KY	265182	BRTWKYES	BARDSTOWN
BELLSOUTH-KY	265182	BVDMKYMA	BEAVER DAM
BELLSOUTH-KY	265182	BWLGKYMA	BOWLING GREEN
BELLSOUTH-KY	265182	BWLGKYMA	WOODBURN
BELLSOUTH-KY	265182	CADZKYMA	CADIZ
BELLSOUTH-KY	265182	CHPLKYMA	CHAPLIN
BELLSOUTH-KY	265182	CLH NKYMA	CALHOUN
BELLSOUTH-KY	265182	CMBGKYMA	CAMPBELLSBURG
BELLSOUTH-KY	265182	CNCYKYMA	CENTRAL CITY
BELLSOUTH-KY	265182	CNTWKYMA	CENTERTOWN
BELLSOUTH-KY	265182	COTNKYMA	CROFTON
BELLSOUTH-KY	265182	CRBNKYMA	CORBIN
BELLSOUTH-KY	265182	CRBOKYMA	CRAB ORCHARD
BELLSOUTH-KY	265182	CRTNKYMA	CARROLLTON
BELLSOUTH-KY	265182	CYDNKYMA	CORYDON
BELLSOUTH-KY	265182	CYNTKYMA	CYNTHIANA
BELLSOUTH-KY	265182	DAVLKYMA	DANVILLE
BELLSOUTH-KY	265182	DWSPKYES	DAWSON SPRINGS
BELLSOUTH-KY	265182	EDVLKYMA	EDDYVILLE
BELLSOUTH-KY	265182	EKTNKYMA	ELKTON
BELLSOUTH-KY	265182	EMNNKYES	EMINENCE
BELLSOUTH-KY	265182	EMNNKYPL	CROPPER
BELLSOUTH-KY	265182	ENSRKYMA	ENSOR
BELLSOUTH-KY	265182	ERTNKYMA	EARLINGTON
BELLSOUTH-KY	265182	FKL NKYMA	FRANKLIN

BELLSOUTH-KY	265182	FLTNKYMA	CAYCE
BELLSOUTH-KY	265182	FLTNKYMA	FULTON
BELLSOUTH-KY	265182	FLTNKYMA	SOUTH FULTONTN
BELLSOUTH-KY	265182	FLTNKYMA	WATER VALLEY
BELLSOUTH-KY	265182	FNVLYKYMA	FINCHVILLE
BELLSOUTH-KY	265182	FORDKYMA	FORD
BELLSOUTH-KY	265182	FRFTKYES	FRANKFORT
BELLSOUTH-KY	265182	FRFTKYMA	FRANKFORT
BELLSOUTH-KY	265182	GBVLKYMA	GILBERTSVILLE
BELLSOUTH-KY	265182	GHNTKYMA	GHENT
BELLSOUTH-KY	265182	GNVLKYMA	GREENVILLE
BELLSOUTH-KY	265182	GRACKYMA	GRACEY
BELLSOUTH-KY	265182	GRTWKYMA	GEORGETOWN
BELLSOUTH-KY	265182	HABTKYMA	HABIT
BELLSOUTH-KY	265182	HANSKYMA	HANSON
BELLSOUTH-KY	265182	HBVLKYMA	HEBBARDSVILLE
BELLSOUTH-KY	265182	HDBGKYMA	CORNISHVILLE
BELLSOUTH-KY	265182	HDBGKYMA	HARRODSBURG
BELLSOUTH-KY	265182	HNSNKYMA	HENDERSON
BELLSOUTH-KY	265182	HPVLKYMA	HOPKINSVILLE
BELLSOUTH-KY	265182	HRFRKYMA	HARTFORD
BELLSOUTH-KY	265182	HRLNKYMA	HARLAN
BELLSOUTH-KY	265182	KKVLKYMA	KIRKSVILLE
BELLSOUTH-KY	265182	LBJTKYMA	LEBANON JUNCTION
BELLSOUTH-KY	265182	LGRNKYES	LAGRANGE
BELLSOUTH-KY	265182	LRBGKYMA	LAWRENCEBURG
BELLSOUTH-KY	265182	LSVLKY26	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYAN	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYAP	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYBE	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYBR	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYCW	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYFC	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYHA	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYJT	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYOA	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYSH	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYSL	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYSM	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYTS	LOUISVILLE

BELLSOUTH-KY	265182	LSVLKYVS	LOUISVILLE
BELLSOUTH-KY	265182	LSVLKYWE	LOUISVILLE
BELLSOUTH-KY	265182	LVMRKYMA	LIVERMORE
BELLSOUTH-KY	265182	MACEKYMA	MACEO
BELLSOUTH-KY	265182	MDVIKYMA	MADISONVILLE
BELLSOUTH-KY	265182	MGTWKYMA	MORGANTOWN
BELLSOUTH-KY	265182	MLTNKYMA	MILTON
BELLSOUTH-KY	265182	MRGPKYMA	MORTONS GAP
BELLSOUTH-KY	265182	MRRYKYMA	MURRAY
BELLSOUTH-KY	265182	MTEDKYMA	MT EDEN
BELLSOUTH-KY	265182	MTSTKYMA	MT STERLING
BELLSOUTH-KY	265182	MYFDKYMA	MAYFIELD
BELLSOUTH-KY	265182	NEBOKYMA	NEBO
BELLSOUTH-KY	265182	NRVLKYMA	NORTONVILLE
BELLSOUTH-KY	265182	OKGVKYES	OAK GROVE
BELLSOUTH-KY	265182	OKGVKYES	SOUTH OAK GROVE
BELLSOUTH-KY	265182	OWBOKYMA	OWENSBORO
BELLSOUTH-KY	265182	PARSKYMA	LITTLE ROCK
BELLSOUTH-KY	265182	PARSKYMA	NORTH MIDDLETOWN
BELLSOUTH-KY	265182	PARSKYMA	PARIS
BELLSOUTH-KY	265182	PDCHKYIP	PADUCAH
BELLSOUTH-KY	265182	PDCHKYLO	PADUCAH
BELLSOUTH-KY	265182	PDCHKYMA	PADUCAH
BELLSOUTH-KY	265182	PDCHKYRL	PADUCAH
BELLSOUTH-KY	265182	PDCHKYRL	SYMSONIA
BELLSOUTH-KY	265182	PIVLKYMA	PINEVILLE
BELLSOUTH-KY	265182	PLRGKYMA	PLEASANT RIDGE
BELLSOUTH-KY	265182	PNTHKYMA	PANTHER
BELLSOUTH-KY	265182	PNVLKYMA	PAINTSVILLE
BELLSOUTH-KY	265182	PRBGKYES	PRESTONSBURG
BELLSOUTH-KY	265182	PRTNKYES	PRINCETON
BELLSOUTH-KY	265182	RBRDKYMA	ROBARDS
BELLSOUTH-KY	265182	RCMDKYMA	RICHMOND
BELLSOUTH-KY	265182	RLVLKYMA	RUSSELLVILLE
BELLSOUTH-KY	265182	RSTRKYES	ROSE TERRACE
BELLSOUTH-KY	265182	SDVLKYMA	SADIEVILLE
BELLSOUTH-KY	265182	SEBRKYMA	SEBREE
BELLSOUTH-KY	265182	SHVLKYMA	SHELBYVILLE
BELLSOUTH-KY	265182	SLGHKYMA	SLAUGHTERS
BELLSOUTH-KY	265182	SLPHKYMA	SULPHUR

BELLSOUTH-KY	265182	SLVSKYMA	SALVISA
BELLSOUTH-KY	265182	SPFDKYMA	MACKVILLE
BELLSOUTH-KY	265182	SPFDKYMA	MOORESVILLE
BELLSOUTH-KY	265182	SPFDKYMA	SPRINGFIELD
BELLSOUTH-KY	265182	SRGHKYMA	SORGHO
BELLSOUTH-KY	265182	SSVLKYMA	SIMPSONVILLE
BELLSOUTH-KY	265182	STCHKYMA	ST CHARLES
BELLSOUTH-KY	265182	STGRKYMA	STAMPING GROUND
BELLSOUTH-KY	265182	STNLKYMA	STANLEY
BELLSOUTH-KY	265182	TYVLKYMA	TAYLORSVILLE
BELLSOUTH-KY	265182	WACOKYMA	WACO
BELLSOUTH-KY	265182	WDDYKYMA	WADDY
BELLSOUTH-KY	265182	WLBGKYMA	WILLIAMSBURG
BELLSOUTH-KY	265182	WLVLKYMA	WEST LOUISVILLE
BELLSOUTH-KY	265182	WNCHKYMA	WINCHESTER
BELLSOUTH-KY	265182	WSPNKYMA	WEST POINT

CONFIDENTIAL EXHIBIT B

T-MOBILE CENTRAL LLC AND POWERTEL/MEMPHIS, INC.

CAPITAL AND OPERATING EXPENDITURES FOR

KENTUCKY ETC SERVICE AREA

FILED UNDER SEAL

EXHIBIT C

T-MOBILE CENTRAL LLC AND POWERTEL/MEMPHIS, INC.

HIGH-COST CERTIFICATIONS

Non-Rural High-Cost Support

August 20, 2011

2012

To: Office of the Secretary
Federal Communications Commission
445 – 12th Street, SW
Washington, DC 20554

HIGH-COST SUPPORT

Karen Majcher
Vice President – High Cost and Low Income Division
Universal Service Administrative Company
2000 L Street, NW, Suite 200
Washington, DC 20036

Re: CC Docket No. 96-45
Non-Rural Use High-Cost Support
Annual Certification Filing Pursuant to 47 C.F.R. § 54.313

This is to certify that T-Mobile Central LLC and PowerTel/Memphis, Inc. (“T-Mobile”) will use its **NON-RURAL HIGH-COST SUPPORT** only for the provision, maintenance and upgrading of facilities and services for which the support is intended, consistent with Section 254(e) of the Communications Act, 47 U.S.C. § 254(e).

I am authorized to make this certification on behalf of the company name above. This certification is for the study area(s) listed below.

Company Name	State	Study Area Code
T-Mobile Central LLC and PowerTel/Memphis, Inc.	Kentucky	269024

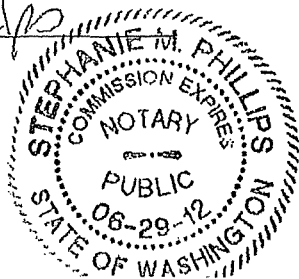
Signed,

H. Skip Cornett
Vice President, Tax
T-Mobile USA, Inc.
12920 SE 38th Street
Bellevue, WA 98006
425-383-4000 (tel)

Carrier’s Name: T-Mobile Central LLC
PowerTel/Memphis, Inc.

Subscribed and sworn to before me
this 20th day of August 2011.

Notary Public



Date Received (For official use only)

Rural High-Cost Support

August 20, 2011

2012

To: Office of the Secretary
Federal Communications Commission
445 – 12th Street, SW
Washington, DC 20554

HIGH-COST SUPPORT

Karen Majcher
Vice President – High Cost and Low Income Division
Universal Service Administrative Company
2000 L Street, NW, Suite 200
Washington, DC 20036

Re: CC Docket No. 96-45
Rural Use High-Cost Support
Annual Certification Filing Pursuant to 47 C.F.R. § 54.314

This is to certify that T-Mobile Central LLC and PowerTel/Memphis, Inc. (“T-Mobile”) will use its **RURAL HIGH-COST SUPPORT** only for the provision, maintenance and upgrading of facilities and services for which the support is intended, consistent with Section 254(e) of the Communications Act, 47 U.S.C. § 254(e).

I am authorized to make this certification on behalf of the company name above. This certification is for the study area(s) listed below.

Company Name	State	Study Area Code
T-Mobile Central LLC and PowerTel/Memphis, Inc.	Kentucky	269024

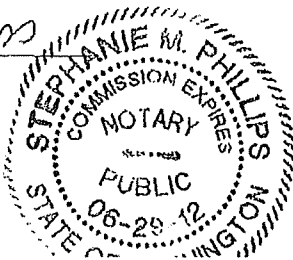
Signed,

H. Skip Cornett
Vice President, Tax
T-Mobile USA, Inc.
12920 SE 38th Street
Bellevue, WA 98006
425-383-4000 (tel)

Carrier’s Name: T-Mobile Central LLC
PowerTel/Memphis, Inc.

Subscribed and sworn to before me
this 20th day of August 2011.

Notary Public



Date Received (For official use only)

CONFIDENTIAL EXHIBIT D

T-MOBILE CENTRAL LLC AND POWERTEL/MEMPHIS, INC.

CUSTOMER COMPLAINTS PER 1,000 HANDSETS

FILED UNDER SEAL

CONFIDENTIAL EXHIBIT E

T-MOBILE CENTRAL LLC AND POWERTEL/MEMPHIS, INC.

UNFULFILLED SERVICE REQUESTS

FILED UNDER SEAL